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溫州康寧醫院股份有限公司 Wenzhou Kangning Hospital Co., Ltd.

(A joint stock company incorporated in the People's Republic of China)
Stock code: 2120

The first extraordinary general meeting for the year 2024 (the “EGM”), the second H shareholders’ class meeting for the year 2024 (the “H Shareholders’ Class Meeting”) and the second domestic shareholders’ class meeting for the year 2024 (the “Domestic Shareholders’ Class Meeting”), together with the EGM and the H Shareholders’ Class Meeting, collectively the “Meetings”) of Wenzhou Kangning Hospital Co., Ltd. (the “Company”) were held as on-site meetings at Conference Room, 12/F, Building 1, Shengjin Road, Huanglong Residential District, Wenzhou, Zhejiang Province, the PRC, at 2:00 p.m. on Monday, October 14, 2024. Unless otherwise specified, capitalized terms in this announcement shall have the same meanings as those defined in the circular of the Company dated September 26, 2024 (the “Circular”).

The Meetings were convened by the Board and chaired by Mr. GUAN Weili, the chairman of the Board. Among the eight Directors of the Company who are currently holding offices, their attendance records at the Meetings are as follows:

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Mr. GUAN Weili, Ms. WANG Lianyue and Mr. WANG Jian attended the Meetings in person; and

Mr. QIN Hao, Mr. LI Changhao, Ms. ZHONG Wentang, Ms. JIN Ling and Mr. CHAN Sai Keung Hugo attended the Meetings through video.

- Mr. GUAN Weili, Ms. WANG Lianyue and Mr. WANG Jian attended the Meetings in person; and
- Mr. QIN Hao, Mr. LI Changhao, Ms. ZHONG Wentang, Ms. JIN Ling and Mr. CHAN Sai Keung Hugo attended the Meetings through video.

Except for the resolutions on the proposed amendments to the Articles of Association and on the proposed amendments to the Rules of Procedures for General Meetings, which were not duly passed by the H Shareholders' Class Meeting, all other proposed resolutions set out in the Circular were passed by way of poll. There were no restrictions on any Shareholders to cast votes on the resolutions at the Meetings; there were no Shareholders whose Shares entitled the holders to attend the Meetings but required the holders to abstain from voting in favor of any of the resolutions

ECIA Resolution		Number of Shares (%)	For (%)	Against (%)
5.	To consider and approve the proposed amendments to the Rules of Procedures for Meetings of the Supervisory Committee	52,188,900 (100.000000%)	0 (0.000000%)	0 (0.000000%)
6.	To consider and approve the proposed grant of general mandate to the Board to further partially repurchase H Shares	52,188,900 (100.000000%)	0 (0.000000%)	0 (0.000000%)

2.2.2.2. H Shareholders' Class Meeting

The total number of H Shares in issue as at the date of the H Shareholders' Class Meeting was 21,840,300 Shares, of which 1,930,300 H Shares were repurchased but not yet cancelled. Such H Shares carry no voting rights and will not be counted in the total number of voting Shares at the H Shareholders' Class Meeting. Therefore, the total number of Shares entitling the holders to attend and vote for or against or abstain from voting on the resolutions proposed at the H Shareholders' Class Meeting is 19,910,000 Shares. H Shareholders and their proxies holding an aggregate of 2,258,900 Shares with voting rights attended the H Shareholders' Class Meeting, representing 11.35% of the total Shares with voting rights.

Resolutions 3 to 5 contained in the notice of H Shareholders' Class Meeting dated September 26, 2024 have been passed by way of poll, and resolutions 1 and 2 were not duly passed. The poll results are set out below:

ECIA Resolution		Number of Shares (%)	For (%)	Against (%)
1.	To consider and approve the proposed amendments to the Articles of Association	1,307,600 (57.886582%)	951,300 (42.113418%)	0 (0.000000%)
2.	To consider and approve the proposed amendments to the Rules of Procedures for General Meetings	1,307,600 (57.886582%)	951,300 (42.113418%)	0 (0.000000%)
3.	To consider and approve the proposed amendments to the Rules of Procedures for Board Meetings	2,258,900 (100.000000%)	0 (0.000000%)	0 (0.000000%)
4.	To consider and approve the proposed amendments to the Rules of Procedures for Meetings of the Supervisory Committee	2,258,900 (100.000000%)	0 (0.000000%)	0 (0.000000%)
5.	To consider and approve the proposed grant of general mandate to the Board to further partially repurchase H Shares	2,258,900 (100.000000%)	0 (0.000000%)	0 (0.000000%)

RESOLUTIONS OF THE DOMESTIC SHAREHOLDERS' CLASS MEETING

The total number of the Domestic Shares in issue as at the date of the Domestic Shareholders' Class Meeting was 52,760,000 Shares, which was the total number of Shares entitling the Domestic Shareholders to attend and vote for or against or abstain from voting on the resolutions proposed at the Domestic Shareholders' Class Meeting. Domestic Shareholders and their proxies holding an aggregate of 49,980,000 Domestic Shares with voting rights attended the Domestic Shareholders' Class Meeting, representing 94.73% of the total Domestic Shares with voting rights.

All the resolutions contained in the notice of Domestic Shareholders' Class Meeting dated September 26, 2024 have been passed by way of poll. The poll results are set out below:

RESOLUTIONS		Number of Shares (%)	For (%)	Against (%)
1.	To consider and approve the proposed amendments to the Articles of Association	49,980,000 (100.000000%)	0 (0.000000%)	0 (0.000000%)
2.	To consider and approve the proposed amendments to the Rules of Procedures for General Meetings	49,980,000 (100.000000%)	0 (0.000000%)	0 (0.000000%)
3.	To consider and approve the proposed amendments to the Rules of Procedures for Board Meetings	49,980,000 (100.000000%)	0 (0.000000%)	0 (0.000000%)
4.	To consider and approve the proposed amendments to the Rules of Procedures for Meetings of the Supervisory Committee	49,980,000 (100.000000%)	0 (0.000000%)	0 (0.000000%)
5.	To consider and approve the proposed grant of general mandate to the Board to further partially repurchase H Shares	49,980,000 (100.000000%)	0 (0.000000%)	0 (0.000000%)

Computershare Hong Kong Investor Services Limited (the H Share registrar of the Company) acted as the scrutineer for the vote-taking at the Meetings.

APPROVAL OF AN INTERIM DIVIDEND

At the EGM, the Shareholders approved the proposed interim dividend (the "Interim Dividend") of RMB1.50 (tax inclusive) per 10 Shares in cash for the six months ended June 30, 2024. The Interim Dividend will be distributed on or before Monday, November 18, 2024 to Shareholders (excluding H Shares of the Company repurchased but not yet cancelled) whose names appear on the register of members of the Company at the close of business on Wednesday, October 23, 2024.

The Interim Dividend will be denominated and declared in RMB, which shall be paid to the Domestic Shareholders in RMB and to the H Shareholders in Hong Kong dollars. The exchange rate for the Interim Dividend to be paid in Hong Kong dollars shall be the average central parity of the exchange rates of Hong Kong dollars to RMB as announced by the People's Bank of China for the five business days prior to the date of declaration of the Interim Dividend (equivalent to RMB0.909708 to HK\$1). Based on the aforesaid exchange rate, the amount of Interim Dividend payable in Hong Kong dollars shall be HK\$1.6489 (tax inclusive) for every 10 Shares.

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In accordance with the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and its implementation regulations, which came into effect on January 1, 2008, the Company is required to withhold and pay enterprise income tax at a rate of 10% on behalf of the non-resident enterprise Shareholders whose names appear on the register of members for H Shares when distributing cash dividends. Any H Shares not registered under the name of an individual Shareholder, including HKSCC Nominees Limited, other nominees, agents or trustees, or other organizations or groups, shall be deemed as Shares held by non-resident enterprise Shareholders. Therefore, enterprise income tax shall be withheld from dividends payable to such Shareholders. If holders of H Shares intend to change their Shareholder status, please enquire about the relevant procedures with the agents or trustees. The Company will strictly comply with the law or the requirements of the relevant government authority and withhold and pay enterprise income tax on behalf of the relevant Shareholders whose names appear on the register of members for H Shares as of the Record Date.

If the individual holders of H Shares are Hong Kong or Macau residents or residents of the countries which had an agreed tax rate of 10% for the cash dividends paid to them with the PRC under the relevant tax agreements, the Company should withhold and pay individual income tax on behalf of the relevant Shareholders at a rate of 10%. Should the individual holders of H Shares be residents of the countries which had an agreed tax rate of less than 10% with the PRC under the relevant tax agreement, the Company shall withhold and pay individual income tax on behalf of the relevant Shareholders at a rate of 10%. In this case, if the relevant individual holders of H Shares wish to reclaim the extra amount withheld due to the application of 10% tax rate, the Company can apply for it on behalf of the holders according to the relevant agreed preferential tax treatment and the relevant Shareholders shall submit the evidence required by the notice of the tax agreement to Computershare Hong Kong Investor Services Limited. The Company will assist with the tax refund after the approval of the competent tax authority. Should the individual holders of H Shares be residents of the countries which had an agreed tax rate of over 10% but less than 20% with the PRC under the tax agreement, the Company shall withhold and pay the individual income tax on behalf of the holders at the agreed actual rate in accordance with the relevant tax agreement. In the case that the individual holders of H Shares are residents of the countries which had an agreed tax rate of 20% with the PRC under the tax agreement, or which had not entered into any tax agreement with the PRC, or otherwise, the Company shall withhold and pay the individual income tax on behalf of the holders at a rate of 20%.

HEARTICULAR FACTS

Reference is made to the announcement of the Company dated September 20, 2024 in relation to, among other things, the proposed amendments to the Articles of Association. As the proposal on the proposed amendments to the Articles of Association was not duly passed by the H Shareholders' Class Meeting, the existing Articles of Association of the Company shall remain valid.

By order of the Board

K H C . . .
G A
Chairman

Zhejiang, the PRC
October 14, 2024

As of the date of this announcement, the Company's executive Directors are Mr. GUAN Weili, Ms. WANG Lianyue and Mr. WANG Jian; the non-executive Directors are Mr. QIN Hao and Mr. LI Changhao; and the independent non-executive Directors are Ms. ZHONG Wentang, Ms. JIN Ling and Mr. CHAN Sai Keung Hugo.